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*Special Counsel as to Cayman Islands Law to
 the Official Committee of Unsecured Creditors of
 Gawker Media LLC, et al.*

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

| | | |
|---|---|-------------------------|
| -----X | : | |
| In re | : | Chapter 11 |
| Gawker Media LLC, <i>et. al.</i> , ¹ | : | Case No. 16-11700 (SMB) |
| | : | |
| Debtors. | : | (Jointly Administered) |
| -----X | : | |

**FINAL FEE APPLICATION OF MOURANT OZANNES OF FEES FOR
 PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS INCURRED AS
 SPECIAL COUNSEL AS TO CAYMAN ISLANDS LAW FOR THE OFFICIAL
 COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM JULY 18
 2016 THROUGH JANUARY 5 2017**

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

| | |
|---|---|
| Name of Applicant: | Mourant Ozannes Special Counsel as to Cayman Islands Law |
| Date of Retention: | July 18, 2016 |
| Period for Which Fees and Expenses are Incurred: | July 18, 2016 through and including January 5, 2017 |
| Fees Incurred: | \$28,420 |
| Expenses Incurred: | \$0.00 |
| Total Fees and Expenses Due: | \$28,420 |
| Fees paid pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 94] (the "Interim Compensation Order") | \$0.00 |
| Expenses paid pursuant to Interim Compensation Order | \$0.00 |

SUMMARY

1. Mourant Ozannes ("**Mourant**"), special counsel as to Cayman Islands law for the Official Committee of Unsecured Creditors in the above-captioned cases (the "**Committee**"), hereby submits this statement of fees and disbursements for the period from July 18, 2016 through and including January 5, 2017 (the "**Compensation Period**"). Mourant requests allowance and payment of compensation in the amount of \$28,420 of fees on account of reasonable and necessary professional services rendered to the Committee by Mourant during the Compensation Period.

2. Mourant was retained by the Committee as special counsel as to Cayman Islands law with effect from July 18, 2016. As part of its duties and as authorized pursuant to the Order (I) Authorizing Incurrence by the Debtors of Postpetition Secured Indebtedness, (II) Granting Liens, (III) Authorizing Use of Cash Collateral by the Debtors and Providing for Adequate Protection, and (IV) Modifying the Automatic Stay [Docket No. 81], the Committee investigated the prepetition financing arrangements, including the liens granted thereunder, of the above-captioned debtors and debtors in possession (collectively, the "Debtors"). As certain of the liens were granted pursuant to the laws of the Cayman Islands, Mourant was instructed to undertake a due diligence review of a number of security and finance documents entered into by certain of the Debtors incorporated in the Cayman Islands. Mourant's findings were shared with the Committee through the Committee's bankruptcy counsel, Simpson Thacher & Bartlett LLP.

3. Although Mourant has limited experience preparing the required disclosure, Mourant approached the task of reviewing conflicts and preparing the required disclosure as efficiently as possible.

4. Mourant has previously submitted one interim fee statement dated November 9, 2016 (the "**November Statement**"). The fees claimed by Mourant in the November Statement

have not, to date, been paid and, for the avoidance of doubt, are included in this final fee application.

FEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

5. **Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Mourant professional and paraprofessional that provided services to the Committee during the Compensation Period. During the Compensation Period, the blended hourly billing rate of Mourant partners and counsel is approximately \$716.37. The blended hourly billing rate of paraprofessionals during the Compensation Period is approximately \$359.59.

6. **Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by Mourant professionals and paraprofessionals in rendering services to the Committee during the Compensation Period.

7. **Exhibit C** sets forth a summary of expenses incurred and reimbursement sought, by expense type, for the Compensation Period.

8. **Exhibit D** sets forth detailed time records of Mourant professionals for the Compensation Period.

9. **WHEREFORE**, Mourant respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit E**: (i) allowing Mourant (a) final compensation for professional services rendered as counsel for the Committee during these cases in the amount of \$28,420; (ii) authorizing and directing the Debtors to pay (to the extent not previously paid in accordance with the Interim Compensation Order) to Mourant \$28,420, representing an amount equal to this award; and (iii) granting such further relief as is just.

NOTICE

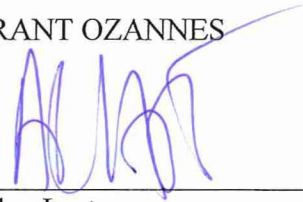
11. Notice of this statement will be provided: (i) the Debtors, Gawker Media LLC, 114 Fifth Avenue, 2d Floor, New York, NY 10011, Attn. Heather Dietrick (heather@gawker.com) and William D. Holden (profinvoices@gawker.com); (ii) counsel for the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036, Attn: Gregg M. Galardi (gregg.galardi@ropesgray.com); (iii) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attn: Greg Zipes & Susan Arbeit; (iv) counsel to US VC Partners LP, as Prepetition Second Lien Lender, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611, Attn: David Heller (david.heller@lw.com) & Keith A. Simon, 885 Third Avenue, New York, NY 10022, Attn: Keith A Simon (keith.simon@lw.com); and (v) counsel to Cerberus Business Finance, LLC, as DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, NY 10022, Attn: Adam C. Harris (adam.harris@srz.com).

Dated: January 5, 2017
Grand Cayman, Cayman Islands

Respectfully Submitted,

MOURANT OZANNES

By:



Alex Last

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EXHIBIT A

Timekeeper summary

| Name of professional | Title | Department | Year admission | of | Hourly rate (\$) | Hours billed | Total compensation |
|-----------------------------|--------------|-------------------|-----------------------|-----------|-------------------------|---------------------|---------------------------|
| Alastair Syvret | Partner | Corporate | 1992 | | 820 | 1.00 | 820 |
| Alex Last | Partner | Corporate | 1999 | | 800 | 3.20 | 2,560 |
| Adam Bathgate | Counsel | Corporate | 2006 | | 700 | 25.60 | 17,920 |
| Jo-Anne Maher | Paralegal | Corporate | N/A | | 425 | 9.20 | 3,910 |
| Corey Stokes | Paralegal | Corporate | N/A | | 300 | 10.70 | 3,210 |
| TOTAL | | | | | | 49.70 | 28,420 |

EXHIBIT B

Task Code Summary

| Description | Hours | Amount (\$) |
|---------------------------------|--------------|--------------------|
| Employment and fee applications | 44.8 | 25,230 |
| Financing and cash collateral | 4.4 | 3,190 |

EXHIBIT C

Disbursement summary

None incurred

EXHIBIT D

Time detail

| Work date | Timekeeper | WIP hours | WIP amount (\$) | Narrative | Classification |
|------------|---------------|-----------|-----------------|--|---------------------------------|
| 18/07/2016 | Adam Bathgate | 0.60 | 420 | Various preliminary attendances on matter | Employment and fee applications |
| 25/07/2016 | Adam Bathgate | 0.10 | 70 | Follow-up correspondence with Simpson Thacher | Employment and fee applications |
| 01/08/2016 | Adam Bathgate | 0.50 | 350 | Conference call with Simpson Thacher re application for approval as special counsel | Employment and fee applications |
| 01/08/2016 | Adam Bathgate | 0.40 | 280 | Review of sample application documents | Employment and fee applications |
| 01/08/2016 | Adam Bathgate | 0.50 | 350 | Instructing paralegals on conflict searches | Employment and fee applications |
| 01/08/2016 | Alex Last | 0.50 | 400 | Call with Simpson Thacher | Employment and fee applications |
| 01/08/2016 | Alex Last | 0.50 | 400 | Discussion with paralegals | Employment and fee applications |
| 02/08/2016 | Adam Bathgate | 4.00 | 2,800 | Preparing declaration to be submitted in support of application to be retained as special Cayman Islands counsel | Employment and fee applications |
| 03/08/2016 | Adam Bathgate | 3.00 | 2,100 | Further drafting of declaration to be submitted | Employment and fee applications |
| 03/08/2016 | Corey Stokes | 2.00 | 600 | Carrying out conflict searches | Employment and fee applications |

| Work date | Timekeeper | WIP hours | WIP amount (\$) | Narrative | Classification |
|------------|---------------|-----------|-----------------|--|---------------------------------|
| 04/08/2016 | Jo-Anne Maher | 3.20 | 1,360 | Carrying out conflict searches | Employment and fee applications |
| 04/08/2016 | Corey Stokes | 3.60 | 1,080 | Carrying out conflict searches | Employment and fee applications |
| 05/08/2016 | Corey Stokes | 1.70 | 510 | Carrying out conflict searches | Employment and fee applications |
| 08/08/2016 | Adam Bathgate | 0.30 | 210 | Arranging next stages of conflict search resolution | Employment and fee applications |
| 08/08/2016 | Adam Bathgate | 0.30 | 210 | Preparing text of email to be sent to involved partners on matters showing potential conflicts | Employment and fee applications |
| 08/08/2016 | Adam Bathgate | 0.50 | 350 | Internal meeting to discuss conflict situation | Employment and fee applications |
| 08/08/2016 | Adam Bathgate | 0.70 | 490 | Follow-up attendances arising from meeting | Employment and fee applications |
| 08/08/2016 | Jo-Anne Maher | 0.50 | 212.50 | Internal meeting to discuss conflict situation | Employment and fee applications |
| 08/08/2016 | Corey Stokes | 0.50 | 150 | Internal meeting to discuss conflict situation | Employment and fee applications |
| 08/08/2016 | Corey Stokes | 0.30 | 90 | Carrying out conflict searches | Employment and fee applications |
| 09/08/2016 | Adam Bathgate | 1.60 | 1,120 | Revising draft declaration following conflict search results | Employment and fee applications |
| 09/08/2016 | Jo-Anne Maher | 5.00 | 2,125 | Carrying out conflict searches | Employment and fee applications |

| Work date | Timekeeper | WIP hours | WIP amount (\$) | Narrative | Classification |
|------------|-----------------|-----------|-----------------|--|---------------------------------|
| 08/08/2016 | Corey Stokes | 2.00 | 600 | Carrying out conflict searches | Employment and fee applications |
| 10/08/2016 | Alastair Syvret | 0.20 | 164 | Telephone call with Alex discussing conflict position | Employment and fee applications |
| 10/08/2016 | Alex Last | 0.20 | 160 | Telephone call with Alastair Syvret discussing conflict position | Employment and fee applications |
| 10/08/2016 | Alastair Syvret | 0.30 | 246 | Review of draft declaration | Employment and fee applications |
| 10/08/2016 | Alastair Syvret | 0.50 | 410 | Further review of draft declaration | Employment and fee applications |
| 10/08/2016 | Jo-Anne Maher | 0.50 | 212.50 | Preparing conflict search report | Employment and fee applications |
| 16/08/2016 | Adam Bathgate | 0.20 | 140 | Review of Simpson Thacher comments on draft declaration. | Employment and fee applications |
| 16/08/2016 | Adam Bathgate | 0.10 | 70 | Revising draft declaration per Simpson Thacher comments | Employment and fee applications |
| 17/08/2016 | Adam Bathgate | 0.20 | 140 | Discussion AL re next steps | Employment and fee applications |
| 17/08/2016 | Alex Last | 0.20 | 160 | Discussion AB re next steps | Employment and fee applications |
| 17/08/2016 | Adam Bathgate | 1.00 | 700 | Finalising revisions to draft declaration | Employment and fee applications |
| 12/09/2016 | Adam Bathgate | 2.00 | 1,400 | Review of second lien financing documents and memorandum and articles of Cayman debtor | Financing and cash collateral |

| Work date | Timekeeper | WIP hours | WIP amount (\$) | Narrative | Classification |
|------------|---------------|-----------|-----------------|---|---------------------------------|
| 12/09/2016 | Adam Bathgate | 1.40 | 980 | Review of form of non-disclosure agreement | Employment and fee applications |
| 13/09/2016 | Adam Bathgate | 0.30 | 210 | Revising non-disclosure agreement | Employment and fee applications |
| 13/09/2016 | Adam Bathgate | 0.10 | 70 | Correspondence Simpson Thacher re non-disclosure agreement | Employment and fee applications |
| 13/09/2016 | Adam Bathgate | 0.80 | 560 | Further consideration of second lien documents. | Financing and cash collateral |
| 13/09/2016 | Adam Bathgate | 0.30 | 210 | Discussion AL re memorandum and articles and security issues | Financing and cash collateral |
| 13/09/2016 | Adam Bathgate | 0.20 | 140 | Correspondence Simpson Thacher re second lien documents and constitutional documents of Cayman debtor | Financing and cash collateral |
| 13/09/2016 | Alex Last | 0.80 | 640 | Review of second lien documents and memorandum and articles. | Financing and cash collateral |
| 13/09/2016 | Alex Last | 0.30 | 240 | Discussion AB re memorandum and articles and security issues | Financing and cash collateral |
| 18/10/2016 | Adam Bathgate | 2.10 | 1,470 | Preparing quarterly fee application. | Employment and fee applications |
| 01/11/2016 | Adam Bathgate | 0.50 | 350 | Instructing CS on further work required on fee application | Employment and fee applications |
| 02/11/2016 | Corey Stokes | 0.50 | 150 | Updating draft fee application | Employment and fee applications |
| 03/11/2016 | Adam Bathgate | 0.20 | 140 | Review of CS edits to fee application | Employment and fee applications |

| Work date | Timekeeper | WIP hours | WIP amount (\$) | Narrative | Classification |
|------------|---------------|-----------|-----------------|---|---------------------------------|
| 09/11/2016 | Alex Last | 0.60 | 480 | Review of fee application | Employment and fee applications |
| 09/11/2016 | Alex Last | 0.10 | 80 | Email to Simpson Thacher with fee application | Employment and fee applications |
| 09/11/2016 | Corey Stokes | 0.10 | 30 | Finalising fee application | Employment and fee applications |
| 19/12/2016 | Adam Bathgate | 0.20 | 140 | Consideration of update correspondence from Simpson Thacher regarding final fee application | Employment and fee applications |
| 20/12/2016 | Adam Bathgate | 2.00 | 1,400 | Preparing final fee application | Employment and fee applications |
| 04/01/2017 | Adam Bathgate | 1.00 | 700 | Further work on final fee application | Employment and fee applications |
| 05/01/2017 | Adam Bathgate | 0.50 | 350 | Finalising final fee application | Employment and fee applications |

Exhibit E

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Gawker Media LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 16-11700 (SMB)

(Jointly Administered)

**ORDER GRANTING FEE APPLICATION OF MOURANT OZANNES OF FEES FOR
PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS INCURRED AS
SPECIAL COUNSEL AS TO CAYMAN ISLANDS LAW FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM JULY 18
2016 THROUGH JANUARY 5, 2017**

Upon the application filed on January [], 2017 (the “**Application**”)² of Mourant Ozannes (“**Mourant**”), special counsel as to Cayman Islands law for the Official Committee of Unsecured Creditors (the “**Committee**”) of Gawker Media, LLC and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”), in the above-captioned chapter 11 cases, pursuant to sections 330 and 331 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (as amended, the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, effective February 5, 2013 (together with Local Rule 2016-1, the “**Local Guidelines**”), the United States

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

Trustee Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, adopted on November 1, 2013, effective November 1, 2013 (the “**U.S. Trustee Guidelines**”), and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 94] (the “**Interim Compensation Order**”), seeking entry of an order allowing and authorizing: (i) allowing Maurant final compensation for professional services rendered as counsel for the Committee during these cases in the amount of \$28,420; (ii) authorizing and directing the Debtors to pay (to the extent not previously paid in accordance with the Interim Compensation Order) to Maurant \$28,420, representing an amount equal to this award; and a hearing having been held before this Court to consider the Application (the “**Hearing**”); and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that notice of the Application was good and sufficient under the circumstances and that no other or further notice need be given; and for the reasons set forth more fully on the record of the Hearing; and upon the record therein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Application is granted and the fees and expenses of Maurant for the Compensation Period are approved on a final basis, in the amounts and to the extent provided on **Schedule A** attached hereto.
2. The Debtors are authorized and directed to pay promptly to Maurant the amount of \$28,420, which is the total amount outstanding to Maurant and unpaid for services rendered and expenses incurred during the Compensation Period.

3. The Court shall retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to implementation of this Order.

Dated: New York, New York,
_____, 2017

HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

Schedule A

Case No.: 16-1700(SMB) (Jointly Administered)

Case Name: *In re Gawker Media, LLC, et al.*

| COMPENSATION PERIOD July 18, 2016 – January 5, 2017 | | | | | | | | |
|--|---|--|------------------------|--|---|------------------------------------|---|--|
| (1) APPLICANT | (2) DATE/DOCKET NO. OF APPLICATION | (3) INTERIM FEES REQUESTED ON APPLICATION | (4) FEES ALLOWED | (5) FEES TO BE PAID FOR CURRENT FEE PERIOD | (6) FEES TO BE PAID FOR PRIOR FEE PERIOD(S) (IF ANY) (I.E., HOLDBACK RELEASE) | (7) TOTAL FEES TO BE PAID | (8) INTERIM EXPENSES REQUESTED | (9) EXPENSES TO BE PAID FOR CURRENT FEE PERIOD |
| Mourant Ozannes | __/__/17 Docket No. [] | \$0.00 | \$0.00 | \$28,420 | \$28,420 | \$28,420 | \$0.00 | \$0.00 |